

## **HGNNC Bylaws Amendments – proposed March 8, 2022**

### **Article I Name**

The ~~name of this Neighborhood Council~~ organization shall be known as the **HARBOR GATEWAY NORTH NEIGHBORHOOD COUNCIL**, hereinafter referred to as “HGNNC” or “Council”).

### **Article V – GOVERNING BOARD**

The Board of Directors (hereinafter “the Board”) shall be the Governing Body of the Council ~~within the meaning of that term as set forth in the Plan for a Citywide System of Neighborhood Councils (hereinafter “the Plan”).~~

#### **Section 1: Composition**

The Council's Board of Directors shall consist of seventeen (17) **Stakeholders** elected, **selected or appointed** ~~Stakeholders elected by the Board and/or Stakeholders.~~ The composition of the Board shall be as follows:

B. Four (4) Elected Officers consisting of Chair, Vice Chair, Treasurer, and Secretary. Open to Stakeholders eighteen (18) years of age or older who live, work, or own **real** property within the Neighborhood Council boundaries.

C. A member representative who is eighteen (18) years of age or older who lives, works, or owns **real** property within the Neighborhood Council boundaries from each of the following Stakeholder groups for a total of three (3) Board Members:

3. One (1) Outreach/Communications Representative who is eighteen (18) years of age or older who lives, works, or owns **real** property within the Neighborhood Council boundaries and who will perform outreach activities.

**When a Board Member ceases to maintain their Stakeholder status pursuant to these Bylaws, their position shall be deemed vacant.**

**If the Stakeholder status of a Board Member is in question, then the Department will verify status using the Department's procedure, at the request of the Board.**

**Section 2 Quorum** ~~The quorum shall be nine (9) members of the Board. Board and Committees shall have a fixed quorum number. Floating quorum is not allowed. Nine (9) Board members shall constitute a quorum. No floating quorums are allowed.~~ Proxies may not be used for purposes of satisfying this quorum requirement.

#### **Section 3 Official Actions**

**A. Unless specified otherwise in these Bylaws, official action is taken at a meeting at which a quorum is met by a simple majority vote by the Board Members present. Abstentions are treated as a non-vote.** ~~A simple majority vote by the Board members present and voting, not including abstentions, at a meeting at which there is a quorum,~~

shall be required to take official action. Abstentions shall be reflected in the official record.

## **Section 7 Absences –**

~~A. The HGNNC Chairperson shall notify the Board Member of the absences and place on the agenda for discussion the removal of the Board Member at a regular or special Board meeting whereupon the Board shall determine the validity of the absences before taking action to remove the Board Member. The Board removal process shall only be implemented in consultation with the Office of the City Attorney.~~

A. Any Board member who misses four regularly scheduled consecutive Neighborhood Council Board meetings during any twelve (12) month fiscal year period will be automatically removed from the Board. Each Neighborhood Council Board Member absence shall be recorded in the Council meeting minutes or other manner of Neighborhood Council record keeping, and that upon missing the required number of Board meetings, excluding excused absences, the Council Presiding Officer shall notify the Board member of the absences and place on the agenda the removal of the Board member at a regular or Special Board meeting whereupon the Board shall determine the validity of the absences before taking action to remove the Board member. Acceptable “excused” absences shall be defined and listed in the Standing Rules. The Board removal process shall only be implemented in consultation with the Office of the City Attorney.

B. Board members are expected to attend all Board of Directors meetings and HGNNC General **Membership** meetings. Each Board Member absence shall be recorded in the Council’s meeting minutes or other manner of Council record keeping. Excessive absences may be grounds for removal. Absence from four (4) consecutive meetings or four (4) meetings during a twelve (12) month period shall be deemed a failure to consistently attend, excluding excused absences, and result in removal from the Board. When a Board Member will be absent from a Board meeting, the Board Member shall notify the Chair and/or Secretary. In the absence of the Chair, the Vice Chair shall be notified. Any meeting of the Neighborhood Council Governing Board, scheduled and noticed as per the Brown Act, shall constitute a meeting for the purpose of determining Board Member attendance.

## **Section 9 Removal**

Any Board member may be removed by the Neighborhood Council (“Neighborhood Council”) for cause, following a good faith determination by the Board that the member has engaged in conduct that is contrary to rules and regulations applicable to the Board or that impedes the orderly business of Board operations. A Board member shall not be subject to removal under this Policy, unless the member has been censured at least

once pursuant to the Board of Neighborhood Commissioners' ("Commission") Censure Policy. Grounds for removal include, but are not limited to, persistent disruptive conduct at meetings, violations or abuses of the Board's bylaws or standing rules, violations of the Code of Conduct, acting on behalf of the Board without authorization, and misuse or abuse of the censure or removal processes by acting in bad faith.

**Section 10 Resignation** - ~~Any Board member may resign by submitting a written resignation to the Chair or the Secretary, and the position shall then be deemed vacant~~

Board Member resignation must be submitted in writing to an executive officer and should include the Secretary. The position shall then be deemed vacant. Any member of the Board who ceases to be a Stakeholder is required to submit their resignation in writing to the Chairperson or Vice Chairperson and the Secretary. If the Stakeholder status of a Board Member is challenged, then the Department will contact the Board member and verify the Stakeholder status using its procedure.

**Section 11 Community Outreach** The Council shall direct that a system of outreach be instituted to inform Stakeholders as to the existence and activities of the Council, including its Board elections, to find future leaders of the Council, and to encourage all Stakeholders to seek leadership positions within the Council.

The Council shall have a standing Outreach Committee, which will report its activities and recommendations to the Board monthly at the Council meeting

The Council shall maintain a web site presence to disseminate information to Council Stakeholders and others interested in the Council

In addition, the Board shall create, or shall cause to be created, a marketing plan to solicit participation from Stakeholders. The plan may include, for example, the creation of flyers, postcards, pamphlets and other related materials. It may also include email blasts to various organizations including a regularly scheduled e-blast to local government officials and to the Chamber of Commerce, Neighborhood Watch, Home Owners' Association and other local organizations as determined by the Board.

Outreach also should be undertaken at public events and shall be coordinated with other Neighborhood Councils when appropriate.

## **Article VI – Officers**

### **Section 2 Duties and powers**

~~D. The Treasurer shall maintain the records of the Council's finances and books of accounts and perform other duties in accordance with the Council's Financial Management Plan and the Department's policies and procedures. The Treasurer shall prepare and submit a monthly report to the Board of Directors and whenever requested,~~

~~an account of any or all of his/her transactions as Treasurer to the Board of Directors~~

D. The Treasurer shall perform duties in accordance with City policies and procedures. The Treasurer shall submit a monthly report to the Board and oversee the Neighborhood Council inventory list per the recommendations of the Department of Neighborhood Empowerment.

**Section 3: Selection of Officers** – Officer positions are elected during the City ~~authorized Neighborhood Council elections.~~ **elections of the Neighborhood Council.**

## **Article VII – COMMITTEES AND THEIR DUTIES**

**Section 1: Standing Committees** – The Standing Committees of the Council are the Bylaws Committee, the Executive Committee, the Finance Committee, the Homeless Issues Committee, the Outreach/Communications Committee, the Planning and Land Use Committee, the Public Safety/Emergency Preparedness Committee and the Youth Issues Committee.

**Additional Standing Committees may be created and set forth in the Bylaws, as needed.**

**Section 2 Ad Hoc Committees** ~~The Board may create Ad Hoc Committees as needed to deal with temporary issues.~~

The Board may create an Ad Hoc Committee as needed to deal with temporary issues and report its findings, conclusions or recommendations to the Board. An Ad Hoc Committee must have a defined purpose and limited timeframe, carry out a specific task, be composed of only Board Members that constitutes less than a majority of the Quorum, and cease to exist upon the completion of its specific task.

If an Ad Hoc Committee is not created as set forth above and includes Stakeholders, the committee must operate under the notice and posting requirements of the Brown Act.

### **Section 3: Committee Creation and Authorization**

**B. Committee Appointment** **Committee Appointment** – **With the exception of the Executive Committee,** committee members shall be appointed by the Board. Standing Committees shall be comprised of at least two (2) and no more than four (4) Board members and may include any interested Stakeholders (**defined as per Article IV Stakeholders**). Ad Hoc Committees shall be comprised of four (4) or less Board members and may include any interested Stakeholders(**defined as per Article IV Stakeholders**). No Committee shall have more than a maximum of nine (9) members.

**All prospective Committee members, including Board members, must apply in writing before a Board vote on membership and must be present to be appointed.**

D. **Committee Meetings** – ~~With the exception of Ad Hoc Committees created in compliance with Article VII, Section 2,~~ Committee meetings are subject to and shall be conducted in accordance with the dictates of the Brown Act. Minutes shall be taken at every Committee meeting.

## **Article VIII – MEETINGS**

**Section 1: Meeting Time and Place** - All meetings shall be held within the Council boundaries at a location, ~~date, and time~~ set by the Board or their Committees. ~~which complies-~~ ~~All meeting locations shall be in compliance~~ with the Americans with Disabilities Act. ~~and on a date and time set by the Board.~~ Exceptions for special meetings shall require the approval of the City Attorney. A calendar of regular meetings shall be established by the Board at its first regular meeting of each calendar year.

**Section 4: Reconsideration** - The Board may reconsider or amend its actions through a Motion for Reconsideration process defined in its ~~Standing Rules~~ ~~and either during the same meeting where the Board initially acted or during the Board's next regularly scheduled meeting that follows the meeting where the action subject to reconsideration occurred.~~

~~This reconsideration process shall be conducted at all times in accordance with the Brown Act.~~

## **Article IX – FINANCES**

D. Each month, the Treasurer shall provide to the Board detailed reports of the Council's accounts.

~~E. Each month, the Treasurer shall generate the Monthly Expenditure Report for Board approval.~~

## **Article X – ELECTIONS**

**Section 3: Minimum Voting Age** - Except with respect to a Youth Board Seat, a stakeholder must be at least 16 years of age on the day of the election or selection to be eligible to vote. [See Admin. Code §§ 22.814(a) and 22.814(c)].

~~Regarding the eligibility to vote for the Youth Board seat, Stakeholders must be at least 14 years of age on the day of the election or selection.~~

## **Article XI – GRIEVANCE PROCESS**

The Neighborhood Council grievance review process will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood Council grievances.

~~A. Any grievance by a Stakeholder or Board members must be submitted in writing to the Board who shall cause the matter to be placed on the agenda for the next regular Council meeting. The Neighborhood Council grievance review process will be conducted pursuant to any and all City ordinances, policies and procedures pertaining to Neighborhood Council grievances.~~

~~B. At that meeting, the Board shall refer the matter as per established guidelines of the Department.~~

### **Grievances Submitted by a Stakeholder**

A. Any Grievance by a Stakeholder must be submitted to the Department's Grievance Portal so that the Department may determine whether such Grievance conforms with the Los Angeles Administrative Code (L.A.A.C.) 22.818 Subsections (c)(1) [Grievance Defined] and (c)(2) [Exclusions].

B. Once the Department certifies the Grievance, the Board will be notified. Such certification of the Grievance by the Department shall not be construed as a statement regarding the validity or invalidity of the Grievance.

C. After receiving a certified Grievance from the Department, the Board must, at its next regular or special meeting, but not more than 60 calendar days from the communication from the Department, take one of the following actions:

a. Consider the Grievance in accordance with a Grievance process specified in the Board's Bylaws and issue a decision to sustain and cure or reject the Grievance in whole or in part; OR

b. Waive consideration of the Grievance and request the Department to forward the Grievance directly to a Regional Grievance Panel for consideration.

D. Any inaction by the Board passing the 60 calendar days will waive consideration of the Grievance and the Department shall forward the Grievance to the Regional Grievance Panel in accordance with L.A.A.C. 22.818 Subsection (d)(5).

E. Only the Grievant may appeal a Board's decision pursuant to L.A.A.C. 22.818 Subsection (d)(2)(A). Such appeals must be filed with the Department on the portal within seven (7) calendar days from the date of the Board's action on the certified Grievance. A Grievant may not appeal a decision by the Board to waive consideration of any or all Grievances.

### **Grievances Submitted by a Board Member**

A. Any Grievance by a Board Member filed against their own Board will bypass consideration by the impacted Board, as set forth in L.A.A.C. 22.818 Subsection (d)(2).



## Regional Grievance Panel

A. The Department will forward a Grievance filed by a Board Member against their own Board directly to a Regional Grievance Panel for disposition, as specified in L.A.A.C. 22.818 Subsection (d)(6). Regional Grievance Panel A. When a certified Grievance is sent to a Regional Grievance Panel, the Board must appoint a Neighborhood Council Representative who shall present an opening argument (not to exceed 10 minutes) and a rebuttal (not to exceed 5 minutes) on behalf of the Neighborhood Council Board to the Panel.

## Article XII – PARLIAMENTARY AUTHORITY

The most current edition of ~~Rosenberg's Rules of Order: Simple Parliamentary Procedures for the 21st Century~~ **Robert's Rules of Order** shall serve as authority at all meetings of the Council, the Board and all Committees, ~~when not superseded by these bylaws or applicable law. If Rosenberg's Rules of Order are silent on an issue, the Council shall refer to Robert's Rules of Order.~~ **Additional rules and/or policies and procedures regarding the conduct of the Board and/or Council meetings may be developed and adopted by the Board.** The HGNNC Board Chairperson may appoint a Parliamentarian.

## Article XIII – AMENDMENTS

F. No amendment shall operate to alter the eligibility of any Board Member to serve on the Council for the remainder of that Board Member's term in which the amendment is approved.

## Article XIV – COMPLIANCE

The Council, its representatives, and all Community Stakeholders shall comply with these Bylaws and with any additional Standing Rules or Procedures as may be adopted by the Board of Directors as well as all local, county, state and federal laws, including, without limitation, ~~the Plan,~~ **the policies approved by the Board of Neighborhood Commissioners, the Department's rules and regulations,** the City Code of Conduct, the City Governmental Ethics Ordinance (*Los Angeles Municipal Code Section 49.5.1*), the Brown Act (*California Government Code Section 54950.5 et seq.*), the Public Records Act, the **Americans with** Disabilities Act, and all laws and governmental policies pertaining to Conflicts of Interest.

**Section 1 Code of Civility** - The Council, its representatives, and all Stakeholders shall conduct all Council business in a civil, professional and respectful manner ~~Board members will abide by the Commission's Neighborhood Council Board Member Code of Conduct Policy.~~ **pursuant to Commission and City regulations.**

**Section 2: Training** - All Neighborhood Council Board Members, whether elected, selected or appointed, are required to complete all mandatory shall take training in the fundamentals of Neighborhood Council, including, but not limited to, ethics, funding, workplace violence and sexual harassment trainings provided by the City within six (6) months of being seated, or they will lose their Council voting rights. All board members must take ethics and funding training prior to making motions and voting on funding related matters. trainings in order to vote on issues that come before the Council. Trainings available to Board Members are created to ensure success during their period of service. All Board Members shall complete mandatory trainings as prescribed by the City Council, the Commission, the Office of the City Clerk, Funding Division, and the Department.

Board members not completing mandatory trainings provided by the City within **60** days of being seated or after expiration of the training, shall lose their Council voting rights on all items before the Board.

**Section 3: Self Assessment** - Every year, the Council shall conduct a self assessment pursuant to Article VI, Section 1 of the Plan. The Council may conduct a regular self-assessment to determine whether it has achieved its goals and objectives.